

Schedule 2

Proposed Rejection Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. [●]

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT CERTAIN EXECUTORY
CONTRACTS AND/OR UNEXPIRED LEASES EFFECTIVE AS OF
FEBRUARY 28, 2025 AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)² of the above-captioned debtors and debtors in possession (the “**Debtors**”) for entry of an order: (a) authorizing the rejection of the Initial Leases, (b) authorizing and establishing the Rejection Procedures for (i) rejecting Contracts and Leases and (ii) abandoning personal property in connection with any rejected Contract or Lease, (c) authorizing and approving the Rejection Notice to affected Counterparties and (d) granting related relief, all as more fully set forth in the Motion; and the order of this Court approving the Motion on a final basis [D.I. 461]; and the filing of the notice of rejection (the “**Rejection Notice**”) by the Debtors [D.I. [●]]; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order of Reference of the United States District Court

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and this Court having found that venue in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the notice of the Rejection Notice and of the opportunity to be heard at the hearing thereon were appropriate under the circumstances and that no other notice need be provided, except as set forth herein; and this Court having reviewed the Rejection Notice, and having heard the statements and argument in support of the relief requested at a hearing, if any, before this Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Rejection Notice and at any Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Contract and Leases listed on **Schedule 1** attached hereto are hereby rejected as of February 28, 2025 (the “**Rejection Date**”).

2. Nothing herein shall prejudice the rights of the Debtors to argue that any of the Contracts or Leases were terminated prior to the Rejection Date; that any claim for damages arising from the rejection of any Contract is limited to the remedies available under the termination provision of such Contract; or that any such claim is an obligation of a third party and not that of the Debtors or their estates.

3. Nothing in this Order shall be deemed or construed as an approval of an assumption of any lease, sublease, or contract pursuant to section 365 of the Bankruptcy Code.

4. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (i) an admission as to the amount of, basis for,

or validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any other party's right to dispute any claim; (iii) a promise or requirement to pay any particular claim; (iv) an admission that any particular claim is of a type described in the Motion; (v) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; or (vi) a waiver of any claims or causes of action which may exist against any entity under the Bankruptcy Code or any other applicable law.

5. Notice of the Rejection Notice is deemed good and sufficient notice of the relief requested therein.

6. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

7. The Debtors are authorized to take all actions that are necessary and appropriate to effectuate the relief granted in this Order.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Schedule 1

Schedule of Rejected Contracts and Leases

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
1	Big Lots, Inc.	IBM	Services Proposal for Next Generation Store Systems Deployment Services	5475 Rings Road Dublin, OH 43017 USA	2/28/2025
2	Big Lots, Inc.	IBM	Statement of Work for Cisco Product and Related IBM Services	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
3	Big Lots, Inc.	IBM	Statement of Work for Enterprise Wide Area Network Solution	5475 Rings Rd. Atrium II, Suite 300 Dublin, OH 43017 USA	2/28/2025
4	Big Lots, Inc.	IBM	Statement of Work for Equipment Procurement	5475 Rings Rd. Atrium II, Suite 300 Dublin, Ohio 43017 USA	2/28/2025
5	Consolidated Property Holdings, LLC	IBM	Statement of Work for Frame Relay Network Solution	5475 Rings Rd. Atrium II, Suite 300 Dublin, OH 43017 USA	2/28/2025
6	Big Lots, Inc.	IBM	Statement of Work for Hourly Technical Services	7100 Highlands Parkway Smyrna, GA 30082 USA	2/28/2025
7	Big Lots, Inc.	IBM	Statement of Work for Information Server 8.1 Assistance	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
8	Big Lots, Inc.	IBM	Statement of Work for Information Server Upgrade	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
9	Consolidated Property Holdings, LLC	IBM	Statement of Work for Project Support Services	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
10	Big Lots, Inc.	IBM	Statement of Work for Relocation Services	7100 Highlands Parkway Smyrna, GA 30082 USA	2/28/2025
11	Big Lots, Inc.	IBM	Statement of Work for Store Kiosk System Services	5475 Rings Rd. Atrium II, Suite 300 Dublin, OH 43017 USA	2/28/2025
12	Big Lots, Inc.	IBM	Statement of Work for Warehouse Management System Evaluation	1551 South Washington Ave Piscataway, NJ 08854 USA	2/28/2025
13	Big Lots, Inc.	IBM	Waiver Request for Version to Version Migration	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
14	Big Lots, Inc.	IBM Business Consulting Services	Business Consulting Services Agreement	330 North Wabash Chicago, IL 60611 USA	2/28/2025
15	Big Lots, Inc.	IBM Corporation	Business Recovery Services Agreement	300 Long Meadow Rd. Sterling Forest, NY 10979 USA	2/28/2025
16	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	300 Phillip Rd Columbus, OH 43228 USA	2/28/2025
17	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	300 Phillip Rd Columbus, OH 43228 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
18	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
19	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
20	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
21	Big Lots, Inc.	IBM Corporation	Change Authorization for Statement of Work	5475 Rings Road, Ste. 300 Columbus, OH 43017 USA	2/28/2025
22	Big Lots, Inc.	IBM Corporation	Cisco Smartnet Procurement Agreement	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
23	Big Lots, Inc.	IBM Corporation	Confidentiality Agreement	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
24	Big Lots, Inc.	IBM Corporation	Equipment & Program Loan Agreement Supplement	3039 Cornwallis Road Research Triangle Park, NC 27709-2195 USA	2/28/2025
25	Big Lots, Inc.	IBM Corporation	IBM Customer Agreement Supplement for Business Recovery Services	300 Long Meadow Rd. Sterling Forest, NY 10979 USA	2/28/2025
26	Big Lots, Inc.	IBM Corporation	Managed Store Network Services Agreement	590 Madison Avenue New York, NY 10022 USA	2/28/2025
27	Big Lots, Inc.	IBM Corporation	Proposal for Relocation Services	7100 Highlands Parkway Smyrna, GA 30082 USA	2/28/2025
28	Big Lots, Inc.	IBM Corporation	Service Agreement for IBM Expert Care	1 New Orchard Road Armonk, NY 10504 USA	2/28/2025
29	Big Lots, Inc.	IBM Corporation	Statement of Work for Custom Extended Support Services	1177 Beltline Road Coppell, TX 75019 USA	2/28/2025
30	Big Lots, Inc.	IBM Corporation	Statement of Work for Database Performance Study	5475 Rings Rd. Suite 300 Dublin, OH 43017 USA	2/28/2025
31	Big Lots, Inc.	IBM Corporation	Statement of Work for Multi-Services	SMB Central Atlanta, GA USA	2/28/2025
32	Big Lots, Inc.	IBM Corporation	Statement of Work for Project Support Services	250 E Fifth Street Cincinnati, OH 45202 USA	2/28/2025
33	Big Lots, Inc.	IBM Corporation	Statement of Work for Services	250 E Fifth Street Cincinnati, OH 45202 USA	2/28/2025
34	Big Lots, Inc.	IBM Corporation	Statement of Work for Services	250 E Fifth Street Cincinnati, OH 45202 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
35	Big Lots, Inc.	IBM Credit	End of Lease Quote	4111 Northside Parkway Atlanta, GA 30327 USA	2/28/2025
36	Big Lots Stores, LLC	IBM Credit LLC	Installment Payment Plan	6303 Barfield Road NE Sandy Springs, GA 30328-4233 USA	2/28/2025
37	Big Lots, Inc.	IBM Credit LLC	Installment Payment Plan Agreement	4111 Northside Parkway Atlanta, GA 30327 USA	2/28/2025
38	Big Lots Stores, LLC	IBM Credit LLC	Installment Payment Plan Agreement	6303 Barfield Road NE Sandy Springs, GA 30328-4233 USA	2/28/2025
39	Big Lots Stores, LLC	IBM Credit LLC	Installment Payment Plan Confirmation	4900 E Dublin Granville Columbus, OH 43081-7651 USA	2/28/2025
40	Big Lots, Inc.	IBM Credit LLC	Term Lease Supplement	4111 Northside Parkway Atlanta, GA 30327 USA	2/28/2025
41	Big Lots, Inc.	IBM Credit LLC	Term Lease Supplement	4111 Northside Parkway Atlanta, GA 30327-3098 USA	2/28/2025
42	Big Lots, Inc.	IBM Global Business Services	Statement of Work for PeopleSoft HCM Migration	1503 LBJ Freeway Dallas, TX 75234 USA	2/28/2025
43	Big Lots, Inc.	IBM Global Services	Consulting Services Agreement	4111 Northside Parkway, NW Atlanta, GA 30327 USA	2/28/2025
44	Big Lots, Inc.	IBM Global Services	Statement of Work for Cisco Procurement Services	6475 Ring Rd., Suite 300 Dublin, OH 43228 USA	2/28/2025
45	Durant DC, LLC	IBM Global Services	Statement of Work for EXE WMS Implementation Project	1551 South Washington Ave Piscataway, NJ 08854 USA	2/28/2025
46	Big Lots, Inc.	IBM Global Services	Statement of Work for Warehouse Management System Implementation	1551 South Washington Ave Piscataway, NJ 08854 USA	2/28/2025
47	Big Lots Management, LLC	iCIMS, Inc.	Amendment Order Form	101 Crawfords Corner Road, Suite 3-100 Holmdel, NJ 07733 USA	2/28/2025
48	Big Lots Management, LLC	iCIMS, Inc.	Renewal Order Form	101 Crawfords Corner Road, Suite 3-100 Holmdel, NJ 07733 USA	2/28/2025
49	Big Lots, Inc.	iCIMS, Inc.	Statement of Work for iCIMS Talent Cloud Implementation	2000 Lenox Drive Lawrenceville, NJ 08648 USA	2/28/2025
50	Big Lots, Inc.	iCIMS, Inc.	Subscription Agreement	101 Crawfords Corner Road, Suite 3-100 Holmdel, NJ 07733 USA	2/28/2025
51	Big Lots, Inc.	ICS Consulting	ISS Proxy Advisory Consulting Service	4013 Williamsburg Court Suite 200 Fairfax VA, 22032 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
52	Big Lots Stores, LLC	Impact Analytics, Inc.	Contract Agreement for Promo Effectiveness and Optimization	780 Elkridge Landing Road Linthicum, MD 21090 USA	2/28/2025
53	Big Lots Stores, LLC	Impact Analytics, Inc.	Contract Agreement for Promo Effectiveness and Optimization	780 Elkridge Landing Road Linthicum, MD 21090 USA	2/28/2025
54	Big Lots Stores, LLC	Impact Analytics, Inc.	Master License and Service Agreement	780 Elkridge Landing Road, Suite 100 Linthicum, MD 21090 USA	2/28/2025
55	Big Lots Stores, LLC	Impact Analytics, Inc.	Master License and Service Agreement	780 Elkridge Landing Road, Suite 100 Linthicum, MD 21090 USA	2/28/2025
56	Big Lots Stores, LLC	Impact Analytics, Inc.	Statement of Work	780 Elkridge Landing Road Linthicum, MD 21090 USA	2/28/2025
57	Big Lots Stores, LLC	Impact Analytics, Inc.	Statement of Work for Clearance Markdown Optimization	780 Elkridge Landing Road Linthicum, MD 21090 USA	2/28/2025
58	Big Lots Stores, LLC	Impact Analytics, Inc.	Statement of Work for Clearance Markdown Optimization	780 Elkridge Landing Road Linthicum, MD 21090 USA	2/28/2025
59	Big Lots Stores, LLC	Impact Tech, Inc.	Addendum to the Impact Order Form & Agreement	223 East De La Guerra Street Santa Barbara, CA 93101 USA	2/28/2025
60	Big Lots Stores, LLC	Impact Tech, Inc.	Addendum to the Impact Order Form & Agreement	223 East De La Guerra Street Santa Barbara, CA 93101 USA	2/28/2025
61	Big Lots Stores, LLC	Impact Tech, Inc.	Affiliate/Influencer Platform	223 East De La Guerra Street Santa Barbara, CA 93101 USA	2/28/2025
62	Big Lots Stores, LLC	Impact Tech, Inc.	Master Subscription & Services Agreement	223 East De La Guerra Street Santa Barbara, CA 93101 USA	2/28/2025
63	Big Lots Stores, LLC	Impact Tech, Inc.	Mutual Non-Disclosure Agreement	223 East De La Guerra Street Santa Barbara, CA 93101 USA	2/28/2025
64	Big Lots, Inc.	ImprovEdge, LLC	Engagement Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025
65	Big Lots, Inc.	ImprovEdge, LLC	Engagement Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025
66	Big Lots Management, LLC	ImprovEdge, LLC	Workshop Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025
67	Big Lots Management, LLC	ImprovEdge, LLC	Workshop Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025
68	Big Lots Management, LLC	ImprovEdge, LLC	Workshop Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025

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69	Big Lots Management, LLC	ImprovEdge, LLC	Workshop Agreement	3982 Powell Road Powell, OH 43065 USA	2/28/2025
70	Big Lots Stores, LLC	Incomm	Gift card distribution partner	250 Williams Street NW, 5th Floor, Suite 5-2002 Atlanta, GA 30303 USA	2/28/2025
71	Big Lots Stores, LLC	InComm	Product Provider Master Agreement	250 Williams Street NW, 5th Floor, Suite 5-2002 Atlanta, GA 30303 USA	2/28/2025
72	Big Lots, Inc.	InComm	Statement of Work for IT Software Development	250 Williams Street, Suite M-100 Atlanta, GA 30303 USA	2/28/2025
73	Big Lots, Inc.	Indeed	Services Agreement	6433 Champion Grandview Way Bldgs I & II Austin, TX 78750 USA	2/28/2025
74	Big Lots Stores, LLC	Infosys Limited	Change Order for Big Lots BOPIS Project	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
75	Big Lots Stores, LLC	Infosys Limited	Change Order for Big Lots BOPIS Project	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
76	Big Lots Stores, LLC	Infosys Limited	Change Order for Big Lots Development Project	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
77	Big Lots Stores, LLC	Infosys Limited	Change Order for Development Work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
78	Big Lots Stores, LLC	Infosys Limited	Change Order for e-commerce Platform Support	Bengaluru, Chennai, Hyderabad, Pune, Trivandrum, India Columbus, OH 43081-7651 USA	2/28/2025
79	Big Lots Stores, LLC	Infosys Limited	Change Order for e-commerce Platform Support	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
80	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
81	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
82	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
83	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
84	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
85	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025

#	Debtor Entity	Contract Counterparty	Rejected Agreement/Lease	Contract Counterparty Address	Effective Rejection Date
86	Big Lots Stores, LLC	Infosys Limited	Change Order for offshore Development work	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
87	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Automation & Performance QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
88	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Automation & Performance QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
89	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Automation QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
90	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Automation QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
91	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Functional QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
92	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Functional QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
93	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Functional QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
94	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Functional QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
95	Big Lots Stores, LLC	Infosys Limited	Change Order for Website Performance QA	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
96	Big Lots Stores, LLC	Infosys Limited	Change Order for Website QA Services	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
97	Big Lots, Inc.	Infosys Limited	Consulting Services Agreement	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
98	Big Lots, Inc.	Infosys Limited	Consulting Services Agreement	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
99	Big Lots, Inc.	Infosys Limited	H-1B Visa Support Letter	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025
100	Big Lots, Inc.	Infosys Limited	Letter of Understanding regarding Pandemic Response	Ananda Jami 4900 E, Dublin-Granville Road Columbus, OH 43081 USA	2/28/2025